

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE	§	CHAPTER 7
	§	
LEGENDARY FIELD EXHIBITIONS, LLC.	§	CASE NO. 19-50900-CAG
	§	
AAF PLAYERS, LLC;	§	CASE NO. 19-50902-CAG
	§	
AAF PROPERTIES, LLC;	§	CASE NO. 19-50903-CAG
	§	
EBERSOL SPORTS MEDIA GROUP, INC.;	§	CASE NO. 19-50904-CAG
	§	
LFE 2, LLC;	§	CASE NO. 19-50905-CAG
	§	
WE ARE REALTIME, LLC	§	CASE NO. 19-50906-CAG
	§	
DEBTORS	§	

**(SUBSTANTIVE CONSOLIDATION
OF ALL 6 CASES, INTO ONE CASE,
LEGENDARY FIELD EXHIBITIONS,
LLC, CASE NO. 19-50900-CAG)
JOINTLY ADMINISTERED UNDER
CASE NO. 19-50900-CAG)**

**SECOND INTERIM APPLICATION OF SPECIAL LITIGATION
COUNSEL FOR ALLOWANCE OF COMPENSATION**

**THIS PLEADING REQUESTS RELIEF THAT MAY BE ADVERSE TO
YOUR INTERESTS.**

**IF NO TIMELY RESPONSE IS FILED WITHIN 21 DAYS FROM THE
DATE OF SERVICE, THE RELIEF REQUESTED IN THE MOTION MAY
BE GRANTED WITHOUT A HEARING BEING HELD.**

**A TIMELY FILED RESPONSE IS NECESSARY FOR A HEARING TO BE
HELD.**

FEE APPLICATION SUMMARY

- I. **CLIENT:** Randolph N. Osherow, Chapter 7 Trustee
- II. **REQUESTING FIRM:** McCloskey Roberson, PLLC as special litigation counsel
- III. **TOTAL AMOUNT OF FEES REQUESTED:**
 - a. Fees: \$304,214.95
 - b. Expenses: \$5,060.88
 - c. Pre-petition retainer: None.
 - d. Time period covered: May 29, 2021 – December 31, 2021.
- IV. **BREAKOUT OF CURRENT APPLICATION:** Not applicable as this is a contingent fee application for special litigation counsel retained by the Chapter 7 Trustee and approved by the Bankruptcy Court pursuant to 11 U.S.C. § 328.
- V. **PRIOR APPLICATIONS:** Fees: \$487,188.50; Expenses: \$25,144.79.
- VI. **OTHER CO-EQUAL OR ADMINISTRATIVE CLAIMANTS IN THIS CASE:** This Application will not result in this estate not being able to pay all co-equal or superior administrative claims in this case.
- VII. **RESULT OBTAINED:** For the time period covered by this Application, McCloskey Roberson, PLLC worked to evaluate and prosecute claims and causes of action under 11 U.S.C. § 547. Through the efforts of McCloskey Roberson, PLLC, the Trustee has collected a total of \$825,787.38 in settlement of various preference matters during the Application Period as more detailed in the Application.

**To the Craig Gargotta,
United States Bankruptcy Judge:**

McCloskey Roberson, PLLC (“MR” or “Applicant”), as special counsel for Randolph N. Osherow, chapter 7 trustee (the “Trustee”) in the above-captioned and numbered bankruptcy cases, files this Second Interim Application of Special Litigation Counsel for Allowance of Compensation (the “Application”) for the period from May 29, 2021 to December 31, 2021 (the “Application Period”).

Overview

1. The Trustee employed MR on a contingency fee basis to evaluate and pursue claims under 11 U.S.C. § 547 (the “Preference Claims”). During the Application Period, MR’s efforts have resolved matters that have resulted in \$825,787.38 in collections for the Debtor’s estate. Pursuant to the contingency fee arrangement with the Trustee, MRW is entitled to \$304,214.95. Accordingly, MR requests an award of compensation of \$304,214.95 and the reimbursement of expenses in the amount of \$5,060.88.

Background

2. Legendary Field Exhibitions, LLC, Ebersol Sports Media Group, Inc. and four affiliates (collectively, the “Debtors”) filed their petitions for voluntary relief under Bankruptcy Code Chapter 7 on April 19, 2019 (collectively, the “Bankruptcy Cases”).

3. Randolph N. Osherow was appointed as Chapter 7 Trustee thereafter and continues to serve in that capacity.

4. On the Trustee’s motion, the Court substantively consolidated the Bankruptcy Cases into, *In re Legendary Field Exhibitions*, Case No. 19-50900 [Docket No. 150].

5. In the course of administering the estate, the Trustee has identified numerous payments and transfers which appear to constitute preferential transfers pursuant to Bankruptcy Code § 547.

6. The Trustee engaged MR to serve as his special litigation counsel in connection with the Preference Claims. The Trustee signed an engagement agreement with MR on May 27, 2020 and filed his Application to Employ McCloskey Roberson, PLLC as Special Litigation Counsel Pursuant to 11 U.S.C. §§ 327(a) & 328(a) [Docket No. 279]. On July 6, 2020, the Court entered an Order Authorizing Employment of MR as Special Litigation Counsel [Docket No. 281].

7. Applicant has made the required disclosures provided by law.

8. To the best of its knowledge, Applicant is unaware of any co-equal or superior administrative claimants in this case with respect to the funds currently in the estate whose fees and expenses have not already been approved by the Court and paid, other than Trustee, general counsel, and Trustee's accountant. Trustee has informed Applicant that the current Estate assets are sufficient to pay all administrative claims in this case.

9. All professional services, for which an allowance is requested, were performed by Applicant for and on behalf of Trustee and not on behalf of any other entity or any other person.

10. No agreement or understanding exists between Applicant and any other person with respect to sharing the compensation to be allowed by Applicant for services rendered or to be rendered in connection with this case.

11. No previous Interim Fee Application has been filed by Applicant. No promises have been made for the compensation of Applicant, other than to pay reasonable compensation for its services. No retained has been received by Applicant.

12. Applicant seeks compensation pursuant to the contingent fee agreement approved by the Court that included a 35% contingent fee in connection with any Preference Claim that is resolved before the filing of a complaint and a 40% contingent fee in connection with any Preference Claim that is resolved after the filing of a complaint.

Amount of Fees and Expenses Requested

13. This Application seeks compensation for MR's professional services rendered from May 29, 2021 – December 31, 2021. Through the effort of MR, the Trustee will receive payments of \$825,787.38. Pursuant to the contingency fee arrangement with the Trustee, MR is entitled to \$304,214.95, as set forth below:

Matter	Amount Collected	Percentage	Fee
XOS Digital ¹	\$140,000.00	35%	\$49,000.00
Zachry Hospitality ²	\$75,000.00	35%	\$26,250.00
Island Hospitality	\$24,000.00	40%	\$9,600.00
PHG Birmingham Perimeter Park	\$42,447.93	40%	\$16,979.17
MWW Group LLC	\$17,388.00	40%	\$6,955.20
SportsMEDIA	\$25,000.00	40%	\$10,000.00
Werqwise, Inc	\$30,000.00	40%	\$12,000.00
Daversa Partners	\$30,000.00	40%	\$12,000.00
RSLLC Orlando Downtown Hotel	\$10,000.00	40%	\$4,000.00
S2 Global Inc.	\$15,000.00	40%	\$6,000.00
The Switch Enterprises	\$10,000.00	40%	\$4,000.00
School of Health Corp.	\$12,500.00	40%	\$5,000.00
ACO Medical Supply	\$12,000.00	40%	\$4,800.00
KORE Interactive Systems	\$7,020.00	40%	\$2,808.00
Undefined Creative Inc.	\$5,000.00	35%	\$1,750.00
Medco Supply Company	\$33,931.45	40%	\$13,572.58
Infinite Scale Design Group LLC	\$12,500.00	35%	\$4,375.00
University of Utah	\$227,000.00	35%	\$79,450.00
Savor & Black Tie	\$25,000.00	35%	\$8,750.00
Hilton Downtown San Antonio	\$37,500.00	35%	\$13,125.00
Eclinicalworks LLC	\$22,500.00	40%	\$9,000.00
Bruno Event Team LLC	\$12,000.00	40%	\$4,800.00
TOTAL	\$825,787.38		\$304,214.95

14. As part of this Fee Application, MR is also seeking the reimbursement of expenses in the amount of \$5,060.88 as further set forth below:

¹ The total amount of the settlement with XOS Digital was \$210,000 to be paid in three installments of \$70,000 each. Applicant is only seeking its fee on the \$140,000 paid during the Application Period.

² The total amount of the settlement with Zachry Hospitality was \$100,000 to be paid in four installments of \$25,000 each. Applicant is only seeking its fee on the \$75,000 paid during the Application Period.

Expense	Amount
Document processing	\$333.41
Postage/Delivery Fees	\$362.52
Pacer/Filing Fees/Service Fees	\$776.20
Consulting expert fees	\$3,588.75
TOTAL	\$5,060.88

15. MR's expenditures were necessary and reasonable costs incident to the performance of professional services for the Trustee. These amounts are recoverable under the approved contingency fee agreement with the Trustee.

16. MR's professional services rendered were for and on behalf of the Trustee.

17. No agreement or understanding exists between MR and any other person with respect to sharing the compensation to be received by MR in connection with the legal services rendered to the Trustee.

18. This is MR's second interim fee application. MR continues to represent the Estate in connection with various Preference Claims.

Accomplishments

19. As described above, the principal accomplishments of MR during the Application Period were the settlement of various Preference Claims. The services rendered by MR will result in an identifiable, material and tangible benefit to the estate.

Factors Supporting Allowance of Compensation

20. Section 328 of the Bankruptcy Code allows an attorney seeking to represent a bankruptcy estate to obtain prior court approval of his compensation plan. Section 328 provides that once a compensation plan has been approved by the bankruptcy court, "the court may allow compensation different from the compensation provided under such terms and conditions after the

conclusion of such employment, if such terms and conditions prove to have been improvident in light of developments not capable of being anticipated at the time of the fixing of such terms and conditions.” 11 U.S.C. § 328(a); *In Re Barron*, 325 F.3d 690, 692-93 (5th Cir. 2003).

21. In this case, there were no intervening circumstances that were incapable of anticipation by the Bankruptcy Court at the time it approved the compensation. Accordingly, MR is entitled to the contingency fee previously approved by this Court. *Id.*

Conclusion

22. The efforts of MR during the Application Period will directly result in the recovery of \$825,787.38. Pursuant to the contingency fee arrangement with the Trustee, MR is entitled to \$304,214.95 and \$5,060.88 in expenses. Under *Barron* the requested contingency fee is appropriate in this case. By any reasonable measure, the services provided by MR will benefit the estate. Accordingly, MR requests that the Court approve the second interim compensation and reimbursement of expenses as set forth above; and grant such other and further relief as is just.

Dated: January 18, 2022.

Respectfully submitted,

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Certificate of Service

By my signature below, I hereby certify that on or before the 18th day of January 2022, a true and correct copy of the foregoing document was served upon the parties on the attached mailing matrix via electronic means as listed on the Court's ECF noticing system or by regular first class mail, postage prepaid.

/s/ *Brian S. Engel*
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